1132022

## FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

## FORM D



NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL

OMB Number: 3235-0076 Expires: November 30, 2001 Estimated average burden hours per response 16.00

SEC USE ONLY

Prefix

Serial

DATE RECEIVED

				-		
<u>```\\//</u>						
Name of Offering ( check if this is an amend						
Private offering of 750 units of membersh	ip interests at \$10	6.67 per unit dat	ed 12/1/0	0	·	
Filing Under (Check box(es) that apply):	X Rule 504	☐ Rule 505	☐ Rule	506 □ S	ection 4(6)	☐ ULOE
Type of Filing: 🗵 New Filing	☐ Amendment					
	A. BASIC IDE	NTIFICATION	DATA		1// 11/1/ 111/ 1/1/ 1/1/	
2. Enter the information requested about the	issuer					
Name of Issuer ( check if this is an amendment	ent and name has	changed, and ind	icate cha	nge.)	<u> </u>	
Alliance Productions, L.L.C.					0404283	
Address of Executive Offices (1	Number and Stree	t, City State, Zip	Code)	Telephone Nu	mber (Includir	ng Area Code)
3200 South Shackleford Drive, Suite 4, Li	ttle Rock, Arkans	as 72205		(501) 219	9-2653	
Address of Principal Business Operations (1	Number and Stree	t, City State, Zip	Code)	Telephone Nu	mber (Includir	ng Area Code)
(if different from Executive Offices)			PF	lOCESSE		
Brief Description of Business			0 /			
Multi-event televised event production			IV S	EP 15 2004		
Type of Business Organization			V		¢	
☐ corporation ☐	limited partnersh	ip, already forme	ed I	HUNS ONE	(please specify	v): L.L.C.
☐ business trust ☐	limited partnersh	* '	F	HOMSOMer INANCIAL	<b>(</b> F	,,,
· · · · · · · · · · · · · · · · · · ·		Month Year				
Actual or Estimated Date of Incorporation or C	Organization:	1 1 9	8	⊠ Actual	Estimated	
Jurisdiction of Incorporation or Organization:	(Enter two-let	ter U.S. Postal S	ervice ab	breviation for S	State:	
	CN for Canada	a; FN for other fo	reign jur	isdiction)		A R

## GENERAL INSTRUCTIONS

Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed copy or bear typed or printed signatures.

Filing Fee: There is no federal filing fee.

### State:

This Notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

#### **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

		A. BASIC IDENTIF	ICATION DATA			
3. Enter the information re-	-	_				
			within the past five year			
		ower to vote or dispose,	or direct the vote or disp	osition of, 10%	more	of a class of equity
securities of the issu	•	or of corporate issuers	and of corporate genera	1 and managing	nart	mers of nartnershin
issuers; and	icer and uncere	or corporate issuers a	and of corporate genera	i and managing	, part	ners or partnership
	anaging partner	of partnership issuers.				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	□ Director		General and/or
		<del></del>				Managing Partner
Full Name (Last name first, i	f individual)					
Taylor, Frank	· · · · · · · · · · · · · · · · · · ·	10. 0. 0. 0.	~ 1\			
Business or Residence Addre	•		•			
3200 South Shackleford						
Check Box(es) that Apply:	Li Promoter	Beneficial Owner	☐ Executive Officer	■ Director	: Ц	General and/or
Full Name (Last name first, i	findividual)				en en en La Friday	ivianaging rai incr
Werteen, Mike						
Business or Residence Addre	ess (Number and	Street City State Zin	Code)			
3200 South Shackleford	ACT A CAPACITY OF THE SECOND SECOND		THE REPORT OF A PERSON OF TAXABLE PROPERTY.			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director		General and/or
Chock Bon(vo) marrippi)						Managing Partner
Full Name (Last name first, i	f individual)					
McRee, Spruce						
Business or Residence Addre	ess (Number and	Street, City, State, Zip	Code)			
3430 Lorna Lane, Birmi	ngham, Alabam	a 35216				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	⊠ Director	Д.	General and/or
						Managing Partner
Full Name (Last name first, i	f individual)					The state of the s
Moriarty, Jim						
Business or Residence Addre	100 A A A A A A A A A A A A A A A A A A		Code)			AND THE PROPERTY OF THE PROPER
916 Navarre Avenue, Ne						
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☑ Director		General and/or Managing Partner
Full Name (Last name first, i	f individual)					Managing 1 artifer
McGuire, Reg	i marviduur)					
Business or Residence Addre	ess (Number and	Street City State Zin (	Code)			
163 Jackson Street West	•		- (			
Check Box(es) that Apply:	anna pagnantai NA Startan terri beni yinnan attera sasa manan 1944.	Beneficial Owner	☐ Executive Officer	Director	i O	General and/or
		For a Lawrence Control of the Contro				Managing Partner
Full Name (Last name first, i	f individual)					
Craig Farrell			AND THE RESERVE OF THE PROPERTY OF THE PROPERT			CONTROL OF THE CONTRO
Business or Residence Addre	ess (Number and	l Street, City, State, Zip (	Code)			
3200 South Shackleford	Drive, Suite 4,	Little Rock, Arkansas 72	205			
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director		General and/or Managing Partner
Full Name (Last name first, i	f individual)			-		
Business or Residence Addre	ess (Number and	1 Street, City, State, Zip (	Code)			

				<b>B.</b> I	NFORMA	ATION AI	SOUT OF	FERING	Part of the second			
3. Has	the issuer	sold, or do	es the issu						_	Ye	es 🗵	No 🗆
	Answer also in Appendix, Column 2, if filing under ULOE.											
4. Wh	at is the m	inimum inv	estment th	at will be a	ccepted fro	om any inc	lividual?			\$	\$8,0	00.00
			joint owne									No 🗆
similar i associat dealer.	remuneration ed person If more the	on for solid or agent of	quested for citation of f a broker of persons to	purchasers or dealer re	in connec egistered v	tion with s vith the Sl	sales of sec EC and/or	curities in t with a stat	he offering e or states,	If a per list the n	son to be la	isted is an broker or
	•		findividual	)								
	applicable			d Ct	· C:+. C+-	to Zin Co	4-7					
Busines	s or Reside	ence Addre	ss (Numbe	and Stree	ı, City, Sta	ie, Zip Co	de)					
Name o	f Associate	ed Broker o	r Dealer									
			d Has Solic									All States
AL 🗆	AK 🗆	AZ 🗆	eck individ	CA 🗆	со 🏻	ст 🗆	DE 🗆	DC 🗆	FL 🗆	GA 🏻	🗆 А	ID 🗆
L	in $\square$	IA 🗆	KS □	KY 🗆	LA 🗆	ME 🗆	MD 🗆	MA 🗆	MI 🗆	MN 🗆	MS 🗖	мо 🗆
MT 🗆	NE 🗆	NV 🗆	NH 🗆	NJ 🗆	NM 🗆	NY 🗆	NC 🗆	ND 🗆	он □	ок □	OR 🗆	PA 🗆
RI 🗆	sc 🗆	SD 🗆	TN 🗆	TX 🗆	UT 🗖	VT 🗆	VA 🗆	WA 🗆	w∨ □	wi 🗆	wy 🗆	PR 🗆
			individual								<del>=</del>	
Busines	s or Reside	nce Addre	ss (Number	and Street	t, City, Sta	te, Zip Co	de)					
Name of	f Associate	d Broker o	r Dealer									
			l Has Solic eck individ			_	isers	************	*****		D A	All States
AL 🗆	AK 🗆	AZ 🗆	AR 🗆	CA 🗆	со 🗆	ст □	DE 🗆	DC 🗆	FL 🗆	GA 🛘	ні 🗖	ID 🗆
IL 🗆	IN 🗆	IA 🗆	ks □	KY 🗖	LA 🗆	ме 🗆	MD 🗆	ма 🗆	мі 🗆	MN 🗆	MS □	мо 🗆
MT 🗆	NE 🗆	NV 🗆	NH 🗆	NJ 🗆	им 🗆	NY 🗆	NC 🗆	ND 🗆	он 🗆	ок 🏻	OR 🗆	PA 🗆
RI 🗆	sc 🗆	SD 🗆	ти 🗆	TX 🗆	UT 🗖	VT 🗆	VA 🗆	WA 🗆	wv 🗆	WI 🗆	WY 🗆	PR □
Full Nar	me (Last na	ıme first, if	individual	)								
Busines	s or Reside	nce Addre	ss (Number	and Street	t, City, Sta	te, Zip Co	de)					
Name of	f Associate	d Broker o	r Dealer									
			l Has Solic leck individ				sers				🗆 🛭	All States
AL 🗆		AZ 🗆	AR 🗆	CA 🗆	со 🛘	ст 🗆	DE 🗆	DC 🗖	FL 🗆	GA □	н 🗆	iD 🗆
IL 🗆	и □	IA 🗆	кѕ 🗆	KY 🗆	LA 🛘	ме 🗆	MD 🗆	ма 🗆	мі 🗆	MN 🗆	MS □	мо 🗆
мт 🗆	NE 🗆	NV 🗆	ин □	ил 🗆	им 🗆	NY 🗆	NC 🗆	ND 🗆	он 🛘	ок 🗆	OR 🗆	РА □
RI 🗆	sc 🗆	SD 🗆	TN 🗆	тх 🗆	UT 🗆	VT 🗆	VA 🗆	WA 🗆	wv 🗆	wi 🗆	WY 🗆	PR □
			(Use blan	k sheet, or c	opy and use	additional	copies of th	is sheet, as	necessary.)			

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

ame exc	Enter the aggregate offering price of securities included in this offering and the total ount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an change offering, check this box $\square$ and indicate in the columns below the amounts of securities for exchange and already exchanged.					
	Type of Security	(	Aggregate Offering Pr		Aı	nount Already Sold
	Debt	\$			\$	
	Equity	\$			\$	
	☐ Common ☐ Preferred					
	Convertible Securities (including warrants)	\$			\$	
	Partnership Interests	\$			\$	
	Other (Specify L.L.C. membership interest )	\$	\$80,000.	00	\$	\$8,000.00
	Total	\$			\$	
	Answer also in Appendix, Column 3, if filing under ULOE.	•			•	
sectorife offerand	Enter the number of accredited and non-accredited investors who have purchased urities in this offering and the aggregate dollar amounts of their purchases. For erings under Rule 504, indicate the number of persons who have purchased securities the aggregate dollar amount of their purchases on the total lines. Enter "0" if the wer is "none" or "zero."					
			Number Investors		_	Aggregate ollar Amount of Purchases
	Accredited Investors		0		\$	0
	Non-accredited Investors		. 0		\$	0
	Total		0		\$	0
	Answer also in Appendix, Column 4, if filing under ULOE.					
for twe	If this filing is for an offering under Rule 504 or 505, enter the information requested all securities sold by the issuer, to date, in offerings of the types indicated, in the elve (12) months prior to the first sale of securities in this offering. Classify securities type listed in Part C – Question 1.		Type of		D	ollar Amount
	Type of offering		Security			Sold
	Rule 505		0		\$	0
	Regulation A		0		\$	0
	Rule 504		0		\$	0
	Total		0		\$	0
org: con	a. Furnish a statement of all expenses in connection with the issuance and cribution of the securities in this offering. Exclude amounts relating solely to anization expenses of the issuer. The information may be given as subject to future tingencies. If the amount of an expenditure is not known, furnish an estimate and ck the box to the left of the estimate.					
	Transfer Agent's Fees				\$	
	Printing and Engraving Costs		· · · · · · · · · · · · · · · · · · ·		\$	
	Legal Fees				\$	\$1,000.00
	Accounting Fees				\$	
	Engineering Fees				\$	
	Sales Commissions (specify finders' fees separately)				\$	
	Other Expenses (identify)	•••••			\$	
	m 1			_	Φ	£1 000 00

C. OFFERING PRICE, NUMBER OF INVESTORS, E.	KPEN	SES	AND USE OF PR	OCE	EDS				
<ul> <li>b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."</li> </ul>									
8. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response									
to Part C – Question 4.b above.			Payments to Officers, Directors & Affiliates			Payments to Others			
Salaries and fees		\$			\$				
Purchase of real estate		\$			\$				
Purchase, rental or leasing and installment of machinery and equipment		\$			\$	\$10,000.00			
Construction or leasing of plant buildings and facilities		\$			\$				
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)									
securities of another issuer pursuant to a merger)		\$			\$				
Repayment of indebtedness		\$			\$				
Working capital		\$			\$	\$691,000.00			
Other (specify):		\$			\$				
		\$			\$				
Column Totals		\$	<u> </u>		\$	\$79,000.00			
Total Payments Listed (column totals added)			□ \$	_\$79	9,000	.00_			

## D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Alliance Productions, L.L.C.	Signature (	Date 9-2-04
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Craig Farrell	Manager	

## **ATTENTION**

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

				TI	

6. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?

Yes □ No 🗵

See Appendix, Column 5, for state response.

- 7. The undersigned hereby undertakes to furnish to any state administrator of any state in which this notice if filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 8. The undersigned hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 9. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice if filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Alliance Productions, L.L.C.	Signature ( / M	Date . 9-2-04
Name (Print or Type)	Title of Signer (Print or Type)	
Craig Farrell	Manager	

#### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	1.5			APPI	ENDIX							
1		2	3			4		5				
								Disquali under				
			Type of security					ULC				
	Intend		and aggregate									
		ccredited	offering price offered in State			nvestor and		explana				
	investors (Part B	In State -Item 1)	(Part C-Item 1)			chased in State C-Item 2)		waiver g (Part E-				
	(Tare 2		(1 811 © 110111 1)	Number of Accredited		Number of Non- Accredited		(2				
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No			
AL												
AK												
AZ												
AR												
CA												
CO												
CT												
DE												
DC												
FL												
GA												
HI												
ID												
IL												
IN												
IA												
KS												
KY												
LA												
ME												
MD												
MA						· · · · · · · · · · · · · · · · · · ·						
MI						·						
MN	X		L.L.C. Unit			1	\$8,000		区			
MS												
МО												
MT												
NE												
NV												
NH												
NJ												
NM												
NY												
NC							A**					

1		2	3		5				
	Intend	ito sell <sup>†</sup>	Type of security and aggregate		Disqualification under State ULOE (if yes, attach				
	1	ccredited	offering price		Type of i	investor and		explana	
	investors		offered in State			chased in State		waiver granted)	
	(Part B	Item 1)	(Part C-Item 1)		(Part	C-Item 2)		(Part E-	Item 1)
CALA	37	<b>3</b> .7 -	,	Number of Number of Accredited Accredited					N.Y.
State	Yes	No □		Investors	Amount	Investors	Amount	Yes	No 🗆
ND									
OH									<u> </u>
OK									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
WV									
WI									
WY									
PR									

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